

PENNZOIL-QUAKER STATE
C O M P A N Y

700 Milam 30th Floor Treasury
P.O. Box 2967
Houston, TX 77252-2967
713-546-4533

RECEIVED
FEC MAIL
OPERATIONS CENTER

2002 OCT 21 A 11:52

October 14, 2002

Federal Election Commission
999 E Street, N.W.
Washington, DC 20463

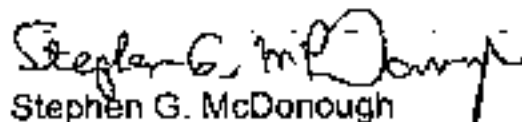
To whom it may concern:

Enclosed please find the FEC Form 3X Termination Report, completed on behalf of:

Pennzoil-Quaker State Company Political Action Committee
700 Milam
Houston, TX 77002

This is our final report. Our PAC was terminated as a result of an action by its Officers in July 2002. A copy of that action is attached. Our funds on hand at that time totaled \$18,891.71 (a copy of our July bank statement is attached). Those funds were distributed back to original contributors on the basis of an allocation that was agreed to by the PAC Officers. The funds were distributed in August 2002. Certain checks have not cleared the bank account as of this report but are expected to do so in the near future.

Sincerely,



Stephen G. McDonough
Treasurer

Pennzoil-Quaker State Company Political Action Committee (c00353169)

FEC
FORM 3XREPORT OF RECEIPTS
AND DISBURSEMENTS

For Other Than An Authorized Committee

RECEIVED
FEC MAIL
OPERATIONS CENTER

OCT 21 AM 11:52

1. NAME OF
COMMITTEE (In full)USE FEC MAILING LABEL
OR TYPE OR PRINT ▼Example: If typing, type
over the lines.

12FE4M5

PENAZOIL QUAKER STATE COMPANY
POLITICAL ACTION COMMITTEE

ADDRESS (number and street)

700 MILAM STREET

HOUSTON TX

HOUSTON

TX

77002

Check if different
than previously
reported. (ACC)

2. FEC IDENTIFICATION NUMBER ▼

CITY ▲

STATE ▲

ZIP CODE ▲

C00353169

3. IS THIS
REPORTNEW
(N)

OR

AMENDED
(A)4. TYPE OF REPORT
(Choose One)

(a) Quarterly Reports:

☐ April 15
Quarterly Report (Q1)☐ July 15
Quarterly Report (Q2)☐ October 15
Quarterly Report (Q3)☐ January 31
Year-End Report (YE)☐ July 31 Mid-Year
Report (Non-election
Year Only) (MY)☒ Termination Report
(TER)(b) Monthly
Report
Due On:☐ Feb 20 (M2)☐ May 20 (M5)☐ Aug 20 (M8)☐ Nov 20 (M11)
(Non-Election
Year Only)☐ Mar 20 (M3)☐ Jun 20 (M6)☐ Sep 20 (M9)☐ Dec 20 (M12)
(Non-Election
Year Only)☐ Apr 20 (M4)☐ Jul 20 (M7)☐ Oct 20 (M10)☐ Jan 31 (YE)(c) 12-Day
PRE-Election
Report for the:

Primary (12P)



General (12G)



Runoff (12R)

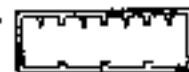


Convention (12C)



Special (12S)

Election on

In the
State of(d) 30-Day
POST-Election
Report for the:

General (30G)

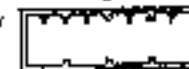
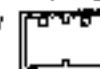


Runoff (30R)

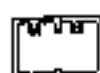


Special (30S)

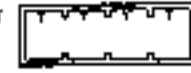
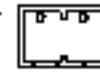
Election on

In the
State of

5. Covering Period



through



I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete.

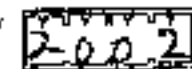
Type or Print Name of Treasurer

STEPHEN G. McDONOUGH

Signature of Treasurer

Stephen G. McDonough

Date



NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U.S.C. §437g.

Office
Use
OnlyFEC FORM 3X
(Revised 1/01)

PENNZOIL-QUAKER STATE
COMPANY*Interoffice Correspondence**TO:
Steve Mc Donough
ABC*

DATE: July 8, 2002

TO: ~~Michael Schieffer~~
~~Paul Siegel~~
~~Eric Wrodenburg~~
~~Laurie Stewart~~
~~Steve McDonough~~FROM: ~~Anthony B. Cavender~~ *ABC*

SUBJECT: Termination of Pennzoil PAC

I would like to request that each officer of Pennzoil PAC sign and circulate this "Resolution" which terminates the PAC. You recently received an email version of this Resolution, which appeared to be satisfactory to all of our officers. However, I believe it would be appropriate to have all of our officers sign this original.

Please contact me if you have any questions.

Attachment

R E S O L U T I O N

WHEREAS, the Pennzoil-Quaker State Company Political Action Committee is registered as a political action committee with the Federal Election Commission and the State of Texas;

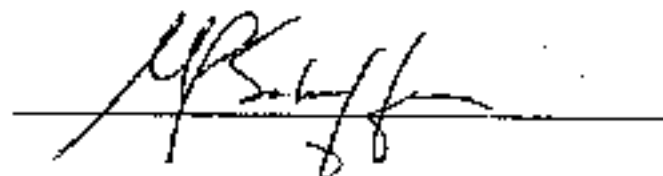
AND WHEREAS, the Pennzoil-Quaker State Company Political Action Committee was established in order to enable individual contributors to the political action committee to participate in the electoral process at the federal and state level, and thereby advance and promote the purposes of the Pennzoil-Quaker State Company Political Action Committee as set forth in Article IV of its Articles of Organization and Bylaws;

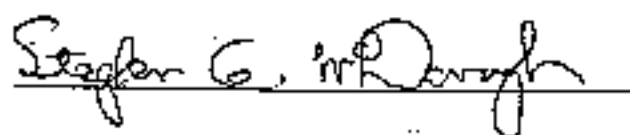
AND WHEREAS, on March 25, 2002, Pennzoil-Quaker State Company entered into an Agreement and Plan of Merger (the "Agreement") with Shell Oil Company and Shell ND Company, and this Agreement, when effective, will significantly alter the basis on which the Pennzoil-Quaker State Company Political Action Committee was established and operated;

THEREFORE, be it resolved by the Officers of Pennzoil-Quaker State Company Political Action Committee that, effective _____, 2002 (a) the Pennzoil-Quaker State Company Political Action Committee is hereby dissolved, pursuant to Article XI of the amended Articles of Organization and Bylaws

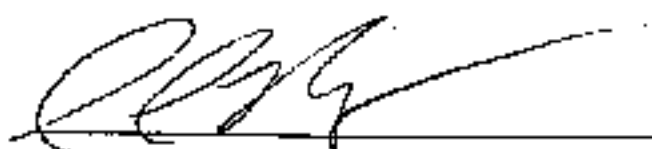
of the Pennzoil-Quaker State Company Political Action Committee;
 (b) any surplus funds remaining in the accounts of the Pennzoil-
 Quaker State Company Political Action Committee at the time of
 dissolution shall be returned to those individuals who made
 contributions to the Pennzoil-Quaker State Company Political
 Action Committee in response to the latest solicitation for
 funds by Pennzoil-Quaker State Company Political Action
 Committee; and (c) the Treasurer of the Pennzoil-Quaker State
 Company Political Action Committee shall prepare and submit to
 all applicable governmental bodies all documents, forms, reports
 and notifications necessary to effect the dissolution of
 Pennzoil-Quaker State Company Political Action Committee.

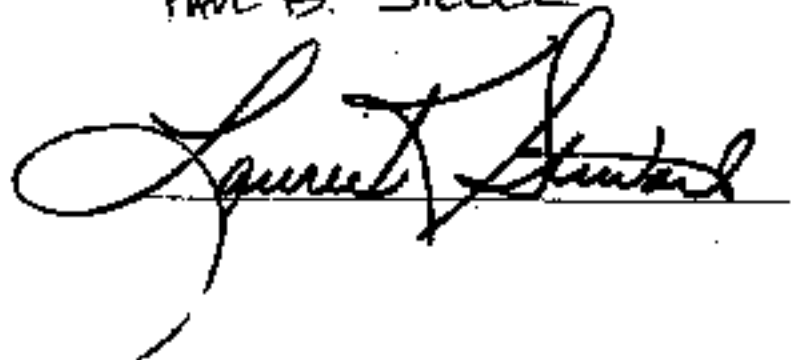
PASSED, this 14th day of July, 2002.

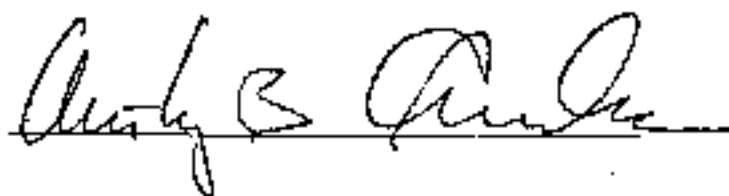





 PAUL B. SIEGEL







Bank of America

CUSTOMER CONNECTION
BANK OF AMERICA, N.A.
DALLAS, TEXAS 75283-2406

Account Number 3751472696
01 01 146 01 MONTH END 0
Last Statement: 06/28/2002
This Statement: 07/31/2002

Customer Service
1-800-657-9533

PENNZOIL QUAKER STATE
POLITICAL ACTION COMMITTEE
ATTN: DICK SHERROD, 30TH FL
P O BOX 2967
HOUSTON TX 77252-2967

Page 1 of 1

CUSTOMER CONNECTION DEPOSITORY PLUS CKG

Account Summary Information

Statement Period 06/29/2002 - 07/31/2002	Statement Beginning Balance	18,891.71
Number of Deposits/Credits 0	Amount of Deposits/Credits	.00
Number of Checks 0	Amount of Checks	.00
Number of Other Debits 0	Amount of Other Debits	.00
	Statement Ending Balance	18,891.71
Number of Enclosures 0		
Number of Days in Cycle 33	Service Charge	.00


Daily Balances

Date	Ledger Balance	Collected Balance	Date	Ledger Balance	Collected Balance
06/28	18,891.71	18,891.71	07/31	18,891.71	18,891.71

Federal Election Commission

ENVELOPE REPLACEMENT PAGE FOR INCOMING DOCUMENTS

The Commission has added this page to the end of this filing to indicate how it was received.

<input type="checkbox"/> Hand Delivered	Date of Receipt
<input type="checkbox"/> First Class Mail	POSTMARKED
<input checked="" type="checkbox"/> Registered/Certified Mail	POSTMARKED (R/C) 10/15/02
<input type="checkbox"/> No Postmark	
<input type="checkbox"/> Postmark Illegible	
<input type="checkbox"/> Received from the House office of Records and Registration	Date of Receipt
<input type="checkbox"/> Received from the Senate Office of Public Records	Date of Receipt
<input type="checkbox"/> Other (Specify):	Postmarked and/or Date of Receipt
<input type="checkbox"/> Electronic Filing	
 PREPARER	10/21/02 DATE PREPARED